IN THE DISTRICT COURT OF THE UNITED STATES FOR THE MIDDLE DISTRICT OF ALABAMA NORTHERN DIVISION

VENTURIST, INC.,

PLAINTIFF.

VS.

CIVIL ACTION NO. 2:06cv494-SRW

PAT MAUNEY,

DEFENDANT.

AFFIDAVIT OF MIKE CLINE

My name is Mike Cline. I am over the age of twenty-one (21) years. I have personal knowledge of the following:

I am the Vice President of Venturist, Inc. and have been with the company for over 10 years. I have personal knowledge of the circumstances surrounding Pat Mauney's professional relationship with Venturist, Inc., including but not limited to her compensation, the extent of her contributions to the company, and the terms and conditions of her relationship with the company.

I live in Deatsville, Alabama which is approximately 30 minutes away from Montgomery, Alabama. It would be a significant hardship, personally and professionally, for me to have to travel to California to testify about the material aspects of the relationship between Pat Mauney and Venturist, Inc. It would be far more convenient for me to testify in Montgomery, Alabama.

I declare under penalty of perjury that the foregoing is true and correct. Executed on July 27, 2006.

MIKE CLINE